

PX 662

RIPPLE LABS INC.

AMENDMENT TO PROGRAMMATIC MARKET ACTIVITY AGREEMENT

This Amendment (the "**AMENDMENT**"), is made and entered into as of March 1, 2018 (the "**EFFECTIVE DATE**") by and between Ripple Markets Inc., a Delaware corporation (the "**COMPANY**") and [REDACTED], a Hong Kong company limited by shares ([REDACTED]), collectively the "parties". This Amendment amends that certain Ripple Programmatic Market Maker Agreement, effective as of <effective date> (the "**AGREEMENT**").

RECITALS

WHEREAS, the parties believe it is in their best interests to modify the payment term of the Agreement,

NOW, THEREFORE, in consideration of the mutual covenants, agreements and promises set forth in this Amendment, the parties agree as follows:

AGREEMENT

1. Effective March 1, 2018, Section 3 of the Agreement shall be restated as follows:

"Remittance of Proceeds to Ripple and Payment to [REDACTED]"

Ripple may, at any time and in its sole discretion, direct [REDACTED] to remit any portion of or all of the proceeds of [REDACTED] Programmatic Market Activity, as such amounts are reported in the then-current daily reporting of XRP Programmatic Market Activity required in Section 4. [REDACTED] shall promptly remit the proceeds to Ripple in a payment method(s) directed by Ripple in its sole discretion, provided that [REDACTED] shall transfer a portion of the proceeds ("[REDACTED] Fee") to a wallet or account of [REDACTED] for its own benefit.

The [REDACTED] Fee shall be calculated as follows: [REDACTED]% of the proceeds, for the first [REDACTED] in proceeds in the then-calendar month; [REDACTED]% of the proceeds, for proceeds greater than \$[REDACTED] but less than \$[REDACTED] in the then-calendar month; and [REDACTED]% of the proceeds, for any proceeds of \$[REDACTED] or more in the then-calendar month.

For the avoidance of doubt, while this Agreement is operational, and until terminated, the provisions in this section shall apply regardless of whether or not

Ripple continues to fund the segregated wallet (described in Section 2 of this Agreement).”

2. The Agreement shall continue until the earlier of [REDACTED] or the occurrence of any of the events enumerated in Sections 5(b), 5(c), or 5(d).

3. Effect of this Amendment. Except as amended by this Amendment, the Agreements remains in full force and effect.

AMENDMENT TO WORK ORDER

As of the Effective Date, the parties agree to be bound, and have caused this Amendment to be executed, by their authorized representatives.

Company	Customer
By: _____	By: _____
Name: _____	Name: _____
Title: _____	Title: _____
Date: _____	Date: _____

AMENDMENT TO WORK ORDER

Signature Page